

documents to Franklin on November 15, 1989 (letter dated November 15, 1989 from Irving P. Seidman, Esq. to Howard Lucker, Esq., Exhibit "J").

11. Petitioner considered during the negotiations with Franklin a competing offer ("Offer") from the Ashton-Drake Galleries ("Ashton-Drake"), a division of The Bradford Exchange. (Supplied to the Court under seal as Exhibit "K").

12. Petitioner provides an analysis comparing the Ashton-Drake Offer to the Agreement to the Court under seal as Exhibit "L".

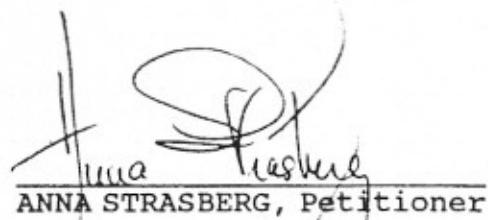
13. Petitioner, after discussions with representatives from Fox and attorneys for the Anna Freud Centre, determined that the Agreement with Franklin was more beneficial to the Estate. The Agreement with Franklin has a greater potential to produce more royalties at less risk to the Estate over the entire term of the Agreement.

13. Petitioner respectfully requests that the seven documents comprising Exhibits "A", "B", "C", "D", "E", "K" and "L" be sealed because of the confidential nature of the licensing agreement. Petitioner will produce the aforementioned Exhibits in sealed envelopes upon the direction and at the convenience of this Court. The Estate, Fox and Franklin entered into the additional beneficial terms, financial and otherwise, with the understanding that they would be kept confidential.

14. The proposed Agreement has been, in part, the subject of litigation previously before this Court in The Matter

pursuant to Surrogate's Court Procedure Act 2107, and for other and further relief as may be just, proper, and equitable.

DATED: New York, New York
November 28, 1989



Anna Strasberg
ANNA STRASBERG, Petitioner

IRVING P. SEIDMAN, P.C.
Attorneys for Petitioner
600 Third Avenue
New York, New York 10016
(212)922-1900

Surrogate's Court
JFCM COUNTY OF NEW YORKIn the Matter of the Appraisal under the Estate Tax
Law of the Estate of

MARILYN MONROE

Deceased.

TO THE SURROGATE'S COURT OF THE COUNTY OF NEW YORK:
 Milton Eletz succeeding I.B. Franklin Spencer, Estate Tax Appraiser, having been designated by ~~law~~ the Surrogate of the County of NEW YORK, by an order duly made ~~and~~ on the 7th day of AUGUST, 1964, to appraise the estate of the above-named decedent, pursuant to the provisions of the law imposing a tax on estates of residents and nonresidents, and the statutory notice by mail having been duly given herein to all the persons entitled thereto as provided in Section 249-v of the Tax Law as appears by copy of such notice and affidavit of mailing thereof hereunto annexed, and having held an appraisal on the 25th day of NOVEMBER, 1969, at the office of the Estate Tax Appraiser for the County of NEW YORK, and having heard the allegations and proofs of the parties then and there appearing before me and offering the same, and having given due consideration to the affidavits and other papers submitted herein, and having made due and careful inquiry into all the matters and things brought before me in this proceeding, do now make and file the following report:

FIRST - I report that the decedent herein died a resident of the State of New York on the 5th day of AUGUST, 1962, ~~leaving a~~, Last Will and Testament, copy of which is hereunto annexed, which was duly admitted to probate by this Court on the day of, 1962, and that thereafter on the 30th day of OCTOBER, 1962, Letters ~~xx~~ Testamentary upon the estate of the said decedent were duly issued by this Court to

AARON R. FROSCH 300 CENTRAL PARK WEST NEW YORK, N.Y.

AS EXECUTOR

SECOND - I further report the following appearances in this proceeding:

SOLON S. KANE, ESQ.
 Attorney for State Tax Commission
 80 Centre Street
 New York, N.Y. 10013

GREENBAUM, WOLFF AND ERNST, ESQS.
 Attorneys for Executor
 437 Madison Avenue
 New York, N.Y. 10022

Third—I further report that I found the property comprising the gross estate of the decedent herein to consist of the items set forth in the annexed affidavit for appraisal, and that the fair market value of each of the said items at the date of decedent's death is the amount set down by me opposite such item in the column designated "Value as appraised in this proceeding," and that the sums properly to be allowed as deductions herein for the purpose of determining the net estate are the amounts set down by me after the several items claimed in the column designated "Allowed in this proceeding," as a result of which I find the said gross estate and deductions to be shown in the following summary:

Assets:

Schedule A—Real Estate	\$ 0
Schedule B—Stocks and Bonds.....	61,250.19
Schedule C—Mortgages, Notes and Cash.....	6,813.17
Schedule D—Insurance	3,000.00
Schedule E—Jointly Owned Property.....	0
Schedule F—Other Miscellaneous Property.....	764,461.45
Schedule G—Transfers during Decedent's Life.....	1,000.00
Schedule H—Powers of Appointment.....	0
Schedule I (1)—Property Previously Taxed.....	0
 Gross estate.....	\$ 836,524.81

Subject to Deductions as follows:

Schedule J—Funeral and Administration Expense.....	\$ 19,132.84
Schedule K—Debts of Decedent.....	359,423.58
Schedule L—Mortgages and Liens, and Net Losses	
During Administration.....	0
Total of Schedules J, K and L.....	\$ 378,556.42
Adjusted Gross Estate (gross estate minus total of Schedules J, K and L).....	0
Schedule M—Transfers to surviving Spouse.....	0
Marital deduction (one-half of Adjusted Gross Estate, or the total of Schedule M, whichever is less).....	0
Schedule I (2)—Property Previously Taxed.....	0
Schedule N—Charitable, Public and Similar Gifts and Bequest.....	0
 Total Deductions	\$ 378,556.42
 The net estate, I appraise at	\$ 457,968.39

ala

Fourth—I further report that the decedent died a nonresident of this State and that the total valuation of real property situated and tangible personal property having an actual situs within the State is \$

(This paragraph applies only if the decedent was in fact a nonresident as shown in paragraph 1)
(Nonresident is claimed attach Form TT-141-A)

In the Matter of the Application to Determine
Estate Tax Upon the Estate of

Marilyn Monroe

Deceased.

Petition for Designation of
Appraiser

File No. P 2781/1962

To the Surrogate's Court of the County of New York

The petition of Aaron R. Frosch respectfully shows:

FIRST. That your Petitioner is the Executor of the Estate of Marilyn Monroe

deceased, and as such is a person interested in the estate of said deceased.

SECOND. That the said decedent departed this life on the 5th day of August, at Los Angeles, California; that the said deceased was a resident of 444 East 57th Street, New York, N.Y.

THIRD. That letters Testamentary on the estate of said deceased were on the 30th day of October, 1962, issued to your petitioner by the Surrogate's Court of the County of New York and that his post office address is 120 East 56th Street, City, County and State of New York

FOURTH. That the approximate gross estate of said decedent is \$ 846,150.00 *Per Viva.*

FIFTH. That as your Petitioner is informed and believes the estate of said decedent is or may be subject to the payment of the tax imposed by law on the estates of deceased persons.

SIXTH. That all persons who are interested in said estate and who are entitled to notice of all proceedings herein, and their post office addresses, are as follows:

STATE TAX COMMISSION.

Norman and Hedda Rosten, 84 Remsen Street, Brooklyn, New York.

May Reiss, 299 West 12th Street, New York, N.Y.

Mrs. Michael Chekhov, 3374 Rowena, Los Angeles, Calif.

Dr. Marianne Kris, 135 Central Park West, New York, N.Y.

Lee Strasberg, 135 Central Park West, New York, N.Y.

Bernice Mirade, 330 S. West 27th Street, Gainesville, Florida.

Gladys Eley, also known as Gladys Baker, c/o Inez Melson, 9110 Sunset Boulevard, Los Angeles, Calif.

Attorney General of the State of New York, 80 Centre Street, New York, N.Y.

That all of the above are of full age and sound mind, except:

Gladys Eley, also known as Gladys Baker, c/o Inez Melson. Inez Melson was, by order of the Superior Court of the State of California, for the County of Los Angeles, dated December 22, 1959, appointed Conservator of the said Gladys Eley, also known as Gladys Baker.

That no previous application has been made for an order designating an appraiser in this proceeding.
WHEREFORE, your petitioner prays that you will designate an appraiser as provided by the law.

Dated, July 27, 1964.

Aaron R. Frosch

96206-61 (C.S.) 4285-94

State of New York
 Surrogate's Court, County of New York

Probate Proceeding, Will of

MARILYN MONROE,

Deceased.

Notice of Probate

P 2781 196 2

RECEIVED
 NEW YORK CITY
 JUN 26 1962
 FILED
 P.D.G.

Notice is hereby given that the Last Will and Testament of

MARILYN MONROE

late of the City of New York, County of New York and State ofNew York has been offered for probate in the Surrogate's Court of the County of New York,that the proponent of said Will AARON R. FROSCHresiding at No. 10 West 86th Street, New York, New York

and that the following are the names and post-office addresses of the legatees, devisees and other beneficiaries as set forth in the petition herein who have not been cited or have not appeared or waived citation; and as to such persons as are infants or incompetents, the names and post-office addresses of the persons to whom an additional copy of the Notice of Probate is required to be mailed:

<u>Name</u>	<u>Post-Office Address</u>
PATRICIA ROSTEN, an infant	84 Remson Street, Brooklyn, New York
NORMAN and HEDDA ROSTEN, on behalf of infant, PATRICIA ROSTEN	84 Remson Street Brooklyn, New York

SURROGATE'S COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

Proceeding by ANNA STRASBERG, as Administratrix,
c.t.a. of the Last Will and Testament of MARILYN
MONROE, Deceased, for an Order for Advice and
Direction as to the Propriety, Terms, Manner, and Time
of Entering Into a Settlement Agreement by and
between American Movie Classics Company and the
Estate of Marilyn Monroe, Deceased.

File No. P2781/62

VERIFIED PETITION
PURSUANT TO SCPA
§2107 FOR ADVICE
AND DIRECTION

Petitioner.

TO: THE SURROGATE'S COURT OF THE COUNTY OF NEW YORK

It is respectfully alleged:

1. I, ANNA STRASBERG, Petitioner am domiciled at 135 Central Park West, New York, New York 10023. I am duly qualified and acting as Administratrix, c.t.a. of the Last Will and Testament of Marilyn Monroe.

2. Marilyn Monroe, the decedent above named, died on August 5, 1962 in Los Angeles, California. At the time of her death, she was a resident of the County of New York, and State of New York. She left a Last Will and Testament which was duly admitted to Probate by this Court.

3. Letters Testamentary and Letters of Trusteeship were duly issued by this Court on October 30, 1962 to Aaron R. Frosch as the sole Executor and the sole Trustee of the Monroe Estate. This Court revoked the above referenced Letters Testamentary to Mr. Frosch, and appointed Petitioner, Administratrix, c.t.a. by a decree filed on July 21, 1989. Letters Testamentary were duly issued by this Court on July 28, 1989 to Petitioner, as Administratrix, c.t.a. of the Monroe Estate.